

THIS AMENDMENT:		
_____ Passed _____	Passed as amended by _____	
_____ Failed _____	_____ Not Offered _____	_____ Withdrawn _____

GLEASON PROPOSED AMENDMENT # 6

DATE PREPARED: December 14, 2004

COMPANY: UniSource Energy Corporation

DOCKET NO. E-04230A-03-0933

OPEN MEETING DATE: December 20, 2004

=====

CONCLUSIONS OF LAW

Page 48, DELETE lines 19-23 and INSERT:

“9. The record supports a conclusion that the proposed transaction does not impair the financial status of the public utilities, otherwise prevent them from attracting capital at fair and reasonable terms, and does not impair their abilities to provide safe, reasonable and adequate service.

10. As structured in the application and modified through testimony and subsequent concessions contained in the Applicant’s Exceptions , the proposed leveraged buyout and reorganization of UniSource is in the public interest.”

Make all conforming changes.